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DECLARATION (37 CFR 1.63) FOR UTILITY OR DESIGN APPLICATION USING AN APPLICATION DATA SHEET (37 CFR 1.76)

As the below named inventor(s), I/we declare that:

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This declaration is directed to:

- The attached application or
 Application No. 09/939,206, filed on August 24, 2001,
 as amended on _____ (if applicable);

I/we believe that I/we am/are the original and first inventor(s) of the subject matter which is claimed and for which a patent is sought;

I/we have reviewed and understand the contents of the above-identified application, including the claims, as amended by any amendment specifically referred to above;

I/we acknowledge the duty to disclose to the United States Patent and Trademark Office all information known to me/us to be material to patentability as defined in 37 CFR 1.56, including material information which became available between the filing date of the prior application and the National or PCT International filing date of the continuation-in-part application, if applicable; and

All statements made herein of my/our knowledge are true, all statements made herein on information and belief are believed to be true, and further that these statements were made with the knowledge that willful false statements and the like are punishable by fine or imprisonment, or both, under 18 U.S.C. 1001, and may jeopardize the validity of the application or any patent issuing thereon.

FULL NAME OF INVENTOR(S)Inventor one: James M. GillCitizen of: United StatesSignature: James M. GillDate: Nov 15 2001Inventor two: Anthony A. AwaidaCitizen of: United StatesSignature: Anthony A. AwaidaDate: Nov 15, 2001Inventor three: Ian J. H. WilliamsCitizen of: United StatesSignature: Ian J. H. WilliamsDate: 11/15/01

Inventor four: _____

Citizen of: _____

Signature: _____

Date: _____

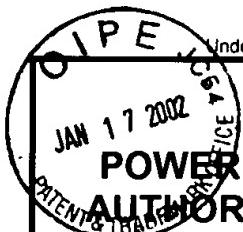
 Additional inventors are being named on

additional form(s) attached hereto.

Burden Hour Statement: This collection of information is required by 35 U.S.C. and 37 CFR 1.63. The information is used by the public to file (and the PTO to process) an application. Confidentiality is governed by 35 U.S.C. 122 and 37 CFR 1.14. This form is estimated to take 1 minute to complete. This time will vary depending upon the needs of the individual case. Any comments on the amount of time you are required to complete this form should be sent to the Chief Information Officer, U.S. Patent and Trademark Office, Washington, DC 20231. DO NOT SEND FEES OR COMPLETED FORMS TO THIS ADDRESS. SEND TO: Commissioner for Patents, Washington, DC 20231.

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PTO/SB/81 (10-00)

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POWER OF ATTORNEY OR
AUTHORIZATION OF AGENT

Application Number	09/939,206
Filing Date	August 24, 2001
First Named Inventor	James M. Gill et al.
Title	FREIGHT RATE MANAGER
Group Art Unit	2162
Examiner Name	UNASSIGNED
Attorney Docket Number	22725-05869

I hereby appoint:

Practitioners at Customer Number

00758



OR

Practitioner(s) named below:

Name(s)	Registration Number(s)
Greg T. Sueoka	33,800
Brian M. Hoffman	39,713
Rimma Budnitskaya	48,237

as my/our attorney(s) or agent(s) to prosecute the application identified above, and to transact all business in the United States Patent and Trademark Office connected therewith.

Please change the correspondence address for the above-identified application to:

The above-mentioned Customer Number.

I am the:

Applicant/Inventor

OR

Assignee of record of the entire interest. See 37 CFR 3.71.

Statement under 37 CFR 3.73(b) is enclosed. (Form PTO/SB/96).

Name

James M. Gill

Signature

Date

NOV 15 2001

I am the:

Applicant/Inventor

OR

Assignee of record of the entire interest. See 37 CFR 3.71.

Statement under 37 CFR 3.73(b) is enclosed. (Form PTO/SB/96).

Name

Antony A. Awaida

Signature

Date

NOV 15 2001

I am the:

Applicant/Inventor

OR

Assignee of record of the entire interest. See 37 CFR 3.71.

Statement under 37 CFR 3.73(b) is enclosed. (Form PTO/SB/96).

Name

Ian J. H. Williams

Signature

Date

NOV 15 2001

NOTE: Signatures of all the inventors or assignees of record of the entire interest or their representative(s) are required. Submit multiple forms if more than one signature is required, see below*.

 *Total of _____ forms are submitted.